

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE VIRTUS INVESTMENT
PARTNERS, INC.
SECURITIES LITIGATION

Case No. 15-cv-1249 (WHP)

**DECLARATION OF MICHAEL H. ROGERS
IN SUPPORT OF LEAD PLAINTIFF'S MOTION FOR CLASS CERTIFICATION
AND APPOINTMENT OF A CLASS REPRESENTATIVE AND CLASS COUNSEL**

I, Michael H. Rogers, hereby declare as follows:

I am a member of the bar of this Court and a partner of the law firm of Labaton Sucharow LLP. I respectfully submit this declaration, together with the exhibits annexed hereto, in support of Lead Plaintiff's Motion for Class Certification and Appointment of Class Representative and Class Counsel and pursuant to 28 U.S.C. § 1746 declare as follows:

1. Attached hereto as Exhibit A is a document produced by Defendant Virtus Investment Partners, Inc. in the above-captioned action, bearing the Bates-stamps VIA0007671 through VIA0007688.

2. Attached hereto as Exhibit B is a document produced by Defendant Virtus Investment Partners, Inc. in the above-captioned action, bearing the Bates-stamps VIA0007689 through VIA0007694.

3. Attached hereto as Exhibit C is a document produced by Defendant Virtus Investment Partners, Inc. in the above-captioned action, bearing the Bates-stamps VIA4_0104282 through VIA4_0104285.

4. Attached hereto as Exhibit D is a true and correct copy of the Expert Report of Chad Coffman, CFA, In Support of Lead Plaintiff's Motion for Class Certification.

5. Attached hereto as Exhibit E is a document produced by Defendant Virtus Investment Partners, Inc. in the above-captioned action, bearing the Bates-stamps VIA4_0014798 through VIA4_0014801.

6. Attached hereto as Exhibit F is a document produced by Defendant Virtus Investment Partners, Inc. in the above-captioned action, bearing the Bates-stamps VIA0127833 through VIA0127834.

7. Attached hereto as Exhibit G is a true and correct copy of the Declaration of Rod Graves in Support of Lead Plaintiff's Motion for Class Certification.

8. Attached hereto as Exhibit H is a true and correct copy of the Firm Résumé of Labaton Sucharow LLP.

9. Attached hereto as Exhibit I is a true and correct copy of the Firm Résumé of Bernstein Litowitz Berger & Grossmann LLP.

I declare, under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on November 7, 2016.

/s/ Michael H. Rogers
Michael H. Rogers